

LOWENSTEIN SANDLER LLP

Kenneth A. Rosen, Esq.
Mary E. Seymour, Esq.
Michael Savetsky, Esq.
Michael Papandrea, Esq.
One Lowenstein Drive
Roseland, New Jersey 07068
(973) 597-2500 (Telephone)
(973) 597-2400 (Facsimile)

*Counsel to the Debtors and
Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

Cinram Group, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 17-15258 (VFP)

(Jointly Administered)

**TENTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD OF DECEMBER 1, 2017 THROUGH DECEMBER 31, 2017**

Lowenstein Sandler LLP, counsel to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), submits this tenth monthly fee statement for the period of December 1, 2017 through December 31, 2017 (the “Tenth Fee Statement”) pursuant to the Court’s *Administrative Fee Order Establishing Certain Procedures for Allowance of Interim Compensation and Reimbursement of Expenses of Professionals Retained By Order of this Court*, dated May 12, 2017 [Docket No. 93] (the “Administrative Order”). Pursuant to the Administrative Order, responses to the Tenth Fee Statement, if any, are due by June 8, 2018.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number are as follows: Cinram Group, Inc. (0588), Cinram Property Group, LLC (9738), and Cinram Operations, Inc. (7377). The Debtors conduct all of their business affairs out of offices located at 220 South Orange Avenue, Livingston, New Jersey 07039.

Dated: May 25, 2018

Respectfully submitted,

LOWENSTEIN SANDLER LLP

/s/ Mary E. Seymour

Kenneth A. Rosen, Esq.

Mary E. Seymour, Esq.

Michael Savetsky, Esq.

Michael Papandrea, Esq.

One Lowenstein Drive

Roseland, New Jersey 07068

(973) 597-2500 (Telephone)

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Counsel to the Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET

IN RE: Cinram Group, Inc., et al. APPLICANT: Lowenstein Sandler LLP
CASE NO.: 17-15258 (VFP) CLIENT: Chapter 11 Debtors
CHAPTER: 11 CASE FILED: March 17, 2017

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER
PENALTY OF PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746

RETENTION ORDER(S) ATTACHED

**TENTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD OF DECEMBER 1, 2017 THROUGH DECEMBER 31, 2017**

SECTION I
FEE SUMMARY

	<u>FEES</u>	<u>EXPENSES</u>
TOTAL PREVIOUS FEES REQUESTED	\$ <u>1,418,264.50</u>	\$ <u>20,2078.46</u>
TOTAL FEES ALLOWED TO DATE:	\$ <u>-0-</u>	\$ <u>-0-</u>
TOTAL RETAINER (IF APPLICABLE)	\$ <u>166,390.75</u>	\$ <u>-0-</u>
TOTAL HOLDBACK (IF APPLICABLE)	\$ <u>283,652.90</u>	\$ <u>-0-</u>
TOTAL RECEIVED BY APPLICANT	\$ <u>482,373.40</u>	\$ <u>14,305.30</u>
 FEE TOTALS - PAGE 2	 \$ <u>113,323.00</u>	
DISBURSEMENTS TOTALS - PAGE 3	\$ <u>767.47</u>	
TOTAL FEE APPLICATION	\$ <u>114,090.47</u>	
MINUS 20% HOLDBACK	- <u>22,664.60</u>	
AMOUNT SOUGHT AT THIS TIME	\$ <u>91,425.87</u>	

Name of Professional	Year Admitted	Title/Department	Hours	Rate	Fee
Buechler, Bruce	1987	Partner/Bankruptcy	10.10	\$835.00	\$8,433.50
Lichtenstein, Michael D.	1992	Partner/Litigation	3.60	\$805.00	\$2,898.00
Rosen, Kenneth A.	1979	Partner/Bankruptcy	7.30	\$1,040.00	\$7,592.00
Seymour, Mary E.	1994	Partner/Bankruptcy	21.40	\$745.00	\$15,943.00
*Seymour, Mary E. - Travel Time	1994	Partner/Bankruptcy	0.90	\$372.50	\$335.25
Savetsky, Michael	2005	Counsel/Bankruptcy	105.50	\$675.00	\$71,212.50
*Savetsky, Michael - Travel Time	2005	Counsel/Bankruptcy	0.90	\$337.50	\$303.75
Papandrea, Michael T.	2015	Associate/Bankruptcy	4.60	\$395.00	\$1,817.00
Claussen, Diane	N/A	Paralegal/Bankruptcy	3.70	\$250.00	\$925.00
Jara, Gabriel	N/A	Paralegal/Litigation	1.10	\$250.00	\$275.00
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	15.60	\$230.00	\$3,588.00
Total Fees			174.70		\$113,323.00
Attorney Blended Rate				\$703.40	

SECTION II SUMMARY OF SERVICES

SERVICES RENDERED	HOURS	FEE
Case Administration	10.40	\$5,869.50
Asset Disposition	0.30	\$250.50
Relief from Stay/Adequate Protection Proceedings	5.60	\$3,808.00
Meetings of and Communication with Creditors	0.50	\$447.00
Fee/Employment Applications	15.50	\$4,910.00
Fee Applications and Invoices - Others	4.00	\$1,310.50
Assumption/Rejection of Leases and Contracts	2.40	\$948.00
Other Contested Matters (excluding assumption/rejection motions)	18.40	\$15,576.00
Non-Working Travel	1.80	\$639.00
Business Operations	3.40	\$2,503.00
Claims Administration and Objections	65.50	\$43,908.50
Plan and Disclosure Statement (including Business Plan)	17.40	\$12,712.50
Adversary Proceedings and Bankruptcy Court Litigation	18.90	\$12,757.50
Court Hearings	4.00	\$2,760.00
Other - Insurance Matters	6.60	\$4,923.00
SERVICE TOTALS	174.70	\$113,323.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

	AMOUNT
Messenger and delivery charges	\$14.25
Miscellaneous	\$102.60
Bulk rate/special postage	\$28.01
Computerized legal research	\$543.08
Telecommunications	\$40.17
Photocopies 328 pages at \$0.12 per page	\$39.36
TOTAL DISBURSEMENTS	\$767.47

**SECTION IV
CASE HISTORY**

(NOTE: Items 3 - 6 are not applicable to applications under 11 U.S.C. §506)

- (1) DATE CASE FILED: March 17, 2017
- (2) CHAPTER UNDER WHICH CASE WAS COMMENCED: 11
- (3) DATE OF RETENTION: April 25, 2017, effective as of March 17, 2017 [Docket No. 84]. See Order attached.
- (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED²:
 - a) Lowenstein Sandler continued its review and analysis of responses from Technicolor to Debtors' discovery requests in connection with the Debtors' objections to Technicolor's claims; analyzed potential affirmative claims against Technicolor and drafted a complaint for affirmative claims against Technicolor; drafted objection to proofs of claim asserted by Technicolor; and engaged in settlement negotiations regarding the Technicolor claims;

² The following summary is intended only to highlight the general categories of services performed by Lowenstein Sandler on behalf of the Debtors and the benefits rendered to the Debtors' estates. The summary is not intended to set forth each of the professional services provided by Lowenstein Sandler during the fee period.

- b) Lowenstein Sandler assisted the Debtors with the prosecution of the Debtors' objection to the proofs of claim filed by SIR Properties and the discovery process in connection with the claims objections, including review and analysis of the expert reports regarding the Hanover, Olyphant and Huntsville properties, review of documents produced by SIR Properties and the production of document by the Debtors;
- c) Lowenstein Sandler attended to mediation issues, including selection of a mediator, preparation of a mediation schedule and mediation procedures, attending a conference with the Court regarding mediation, and participating in a scheduling conference with the mediator in connection thereto;
- d) Lowenstein Sandler attended to issues in connection with a motion for stay relief/workers' compensation claim, including reviewing the Debtors' worker's compensation insurance policy, communicating with the insurance carrier and engaging in settlement negotiations with the carrier and the movant that resulted in a settlement of the stay relief motion and the underlying workers' compensation litigation;
- e) Lowenstein Sandler researched rejection damage claims in connection with the pending mediation and claims objections;
- f) Lowenstein Sandler prepared for and attended hearings on the Debtors' motion to extend exclusivity;
- g) Lowenstein Sandler prepared and filed its monthly fee statements, as well as certificates of no objection for its second through seventh monthly fee statements;
- h) Lowenstein Sandler reviewed and assisted with the preparation of JM Zell Partners, Ltd.'s fifth and sixth monthly fee statements;
- i) Lowenstein Sandler assisted with the preparation of the Debtors' Monthly Operating Reports;
- j) Lowenstein Sandler performed all other legal services for the Debtors that were necessary and proper in these proceedings and in furtherance of the Debtors' needs.

(5) ANTICIPATED DISTRIBUTION TO CREDITORS:

- | | |
|----------------------------------|------------------------|
| (A) ADMINISTRATION EXPENSES: | (unknown at this time) |
| (B) SECURED CREDITORS: | (unknown at this time) |
| (C) PRIORITY CREDITORS: | (unknown at this time) |
| (D) GENERAL UNSECURED CREDITORS: | (unknown at this time) |

(6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITORS (IF APPLICABLE): Final disposition of case and dividend are unknown at this time.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: May 25, 2018

/s/ Mary E. Seymour
Mary E. Seymour, Esq.



Order Filed on April 25, 2017
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-1

LOWENSTEIN SANDLER LLP

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*Proposed Counsel to the Debtors and
Debtors-in-Possession*

In re:

Cinram Group, Inc., *et al.*¹

Debtors.

Chapter 11

Case No. 17- 15258 (VFP)

(Jointly Administered)

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
LOWENSTEIN SANDLER LLP AS COUNSEL TO THE DEBTORS
EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through four (3), is
hereby **ORDERED**.

DATED: April 25, 2017



Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Cinram Group, Inc. (0588), Cinram Property Group, LLC (9738), and Cinram Operations, Inc. (7377). The Debtors conduct all of their business affairs out of offices located at 220 South Orange Avenue, Livingston, New Jersey 07039.
33621/2
04/12/2017 200617069.1

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Debtors: Cinram Group, Inc., *et al.*

Case No.: 17-15258 ()

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

Upon consideration of the application (the “Application”)² of the above captioned debtors and debtors-in-possession (collectively, the “Debtors”) for entry of an order authorizing the employment and retention of Lowenstein Sandler LLP (“Lowenstein Sandler”) as counsel to the Debtors, effective as of the Petition Date (March 17, 2017), and upon consideration of the Application and the Seymour Declaration; and the Court being satisfied, based on representations made in the Application that (i) Lowenstein Sandler has no connection with the Debtors, their creditors, any other party in interest, their current respective attorneys or professionals, the United States Trustee or any person employed in the Office of the United States Trustee, and does not represent any entity having an adverse interest to the Debtors in connection with the Debtors’ Chapter 11 Cases, except as set forth in the Seymour Declaration; (ii) Lowenstein Sandler is a “disinterested person” as that phrase is defined in section 101(14) of the Bankruptcy Code, (iii) neither Lowenstein Sandler, nor its professionals, have any connection with the Debtors, their creditors or any other party in interest; and (iv) Lowenstein Sandler’s employment is necessary and in the best interest of the Debtors; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered on July 23, 1984, and amended on September 18, 2012; and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of the Application being sufficient under the circumstances; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Cinram Group, Inc., *et al.*

Case No.: 17-15258 ()

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

2. The Debtors are authorized to employ and to retain Lowenstein Sandler, effective as of the Petition Date, to serve as the Debtors' counsel in these Chapter 11 Cases.

3. Lowenstein Sandler shall be compensated as set forth in the Application in accordance with sections 330 and 331 of the Bankruptcy Code, the applicable provisions of the Bankruptcy Rules, the Local Rules, and any orders entered in these cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred. Lowenstein Sandler also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and disclosures as set forth in the Appendix A Guidelines, both in connection with the Application and interim and final fee applications to be filed by Lowenstein Sandler in these Chapter 11 Cases.

4. The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived

5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

6. This Court shall retain exclusive jurisdiction to hear and decide any and all disputes related to or arising from the implementation, interpretation and enforcement of this Order.

Jeanne Naughton
Clerk

EXHIBIT A

EXHIBIT A

Professional Services rendered by Lowenstein Sandler LLP, through December 31, 2017

In re: Chapter 11

I. SUMMARY OF TIME CHARGES AND HOURLY RATES

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Buechler, Bruce	1987	Partner/Bankruptcy	10.10	\$835.00	\$8,433.50
Lichtenstein, Michael D.	1992	Partner/Litigation	3.60	\$805.00	\$2,898.00
Rosen, Kenneth A.	1979	Partner/Bankruptcy	7.30	\$1,040.00	\$7,592.00
Seymour, Mary E.	1994	Partner/Bankruptcy	21.40	\$745.00	\$15,943.00
*Seymour, Mary E. - Travel Time	1994	Partner/Bankruptcy	0.90	\$372.50	\$335.25
Savetsky, Michael	2005	Counsel/Bankruptcy	105.50	\$675.00	\$71,212.50
*Savetsky, Michael - Travel Time	2005	Counsel/Bankruptcy	0.90	\$337.50	\$303.75
Papandrea, Michael T.	2015	Associate/Bankruptcy	4.60	\$395.00	\$1,817.00
Claussen, Diane	N/A	Paralegal/Bankruptcy	3.70	\$250.00	\$925.00
Jara, Gabriel	N/A	Paralegal/Litigation	1.10	\$250.00	\$275.00
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	15.60	\$230.00	\$3,588.00
TOTAL FEES			174.70		\$113,323.00
Attorney Blended Rate					\$703.40

* Reflects 50% rate reduction due to non-working travel time

Cinram Group, Inc.
 Invoice No.: 857678

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TIME DETAIL:

Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B100 - Administration</u>					
<u>B110 Case Administration</u>					
B110	12/04/17	DC	Review docket and update critical dates memo	0.20	\$50.00
B110	12/04/17	MES	Calls with M. Savetsky re: response to letter from J. Millar re: alleged Hanover site visit	0.20	\$149.00
B110	12/04/17	MS	Draft response to additional letter from J. Millar re: alleged Hanover site visit	0.90	\$607.50
B110	12/04/17	MS	E-mails with K. Rosen and M. Seymour re: response to additional letter from J. Millar re: alleged Hanover site visit	0.20	\$135.00
B110	12/04/17	MS	Review additional letter from J. Millar re: alleged Hanover site visit	0.20	\$135.00
B110	12/04/17	MS	Calls with M. Seymour re: response to letter from J. Millar re: alleged Hanover site visit	0.20	\$135.00
B110	12/05/17	KAR	Attend status conference (via Court Call) (joined in progress)	1.70	\$1,768.00
B110	12/06/17	GJ	Assist M. Savetsky with production	0.40	\$100.00
B110	12/07/17	DC	Review Court's BNC Certificate of Notice, matrix and affected party service list, confer with court clerk and M. savetsky re: same	0.60	\$150.00
B110	12/11/17	DC	Review docket, update critical dates memo and attorney calendar and update Rule 2002 service list	0.60	\$150.00
B110	12/11/17	MS	E-mails with K. Rosen and D. Claussen re: bar date issue	0.30	\$202.50
B110	12/11/17	MS	Review prepetition correspondence from MPEG and MPEG agreements re: notice address	0.10	\$67.50
B110	12/12/17	GJ	Assist M. Savetsky with production of documents	0.70	\$175.00
B110	12/13/17	MS	Review bar date notice service list	0.10	\$67.50
B110	12/13/17	MS	Draft e-mail to J. Catalano re: notice to PA Bureau of Workers Compensation	0.10	\$67.50

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

Cinram Group, Inc.
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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B110	12/13/17	MS	Call with G. Robinson re: status of draft LBYD report	0.10	\$67.50
B110	12/13/17	MS	E-mails with M. Seymour re: production to Committee	0.10	\$67.50
B110	12/14/17	DC	Update critical dates memo and attorney calendar	0.20	\$50.00
B110	12/15/17	MS	E-mails with J. Catalano re: section 111 reporting re: workers compensation	0.20	\$135.00
B110	12/18/17	MS	Review and provide comments on critical dates memo	0.20	\$135.00
B110	12/18/17	MS	E-mails with D. Claussen re: updating critical dates memo	0.10	\$67.50
B110	12/19/17	DC	Confer with M. Savetsky re: SIR Scheduling Order, updated hearing dates, etc., and update critical dates memo and attorney calendar	0.80	\$200.00
B110	12/19/17	MS	Call with R. Jareck re: scheduling order	0.10	\$67.50
B110	12/19/17	MS	E-mails with G. Langberg re: proposed mediation dates	0.10	\$67.50
B110	12/20/17	MS	Draft letter to Judge Papalia re: mediation process	1.00	\$675.00
B110	12/21/17	MS	E-mails with D. Claussen re: critical dates	0.10	\$67.50
B110	12/24/17	MS	E-mails with B. Buechler and D. Johns re: call to discuss draft Olyphant report	0.10	\$67.50
B110	12/26/17	DC	Retrieve amended and withdrawn claims, update claims spreadsheet and critical dates memo	0.40	\$100.00
B110	12/27/17	DC	Update critical dates memo and attorney calendar with mediation dates for SIR claims objection	0.30	\$75.00
B110	12/27/17	MS	E-mail to D. Claussen re: critical dates/mediation of SIR claims	0.10	\$67.50
Total B110 - Case Administration				10.40	\$5,869.50

B130 Asset Disposition

B130	12/05/17	BB	Review certain documents produced in discovery	0.30	\$250.50
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Cinram Group, Inc.
 Invoice No.: 857678

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
Total B130 - Asset Disposition				0.30	\$250.50
<u>B140 Relief from Stay/Adequate Protection Proceedings</u>					
B140	12/13/17	MS	Review O. Turner stay relief motion and prior correspondence with insurance defense counsel re: same	0.60	\$405.00
B140	12/13/17	MS	Review insurance policy re: O. Turner stay relief motion	0.40	\$270.00
B140	12/13/17	MS	Draft e-mail to J. Catalano re: O. Turner stay relief motion	0.20	\$135.00
B140	12/13/17	MS	Confer with M. Seymour re: O. Turner stay relief motion	0.10	\$67.50
B140	12/13/17	MS	Call with J. Testa re: O. Turner stay relief motion	0.10	\$67.50
B140	12/13/17	MS	Call with J. Catalano re: O. Turner stay relief motion and LCs	0.30	\$202.50
B140	12/14/17	MS	Review e-mail from J. Testa re: workers' compensation claim of O. Turner	0.10	\$67.50
B140	12/14/17	MS	Draft e-mail to R. Brake re: O. Turner workers compensation claim	0.20	\$135.00
B140	12/15/17	MS	Review e-mail from R. Brake re: settlement of O. Turner workers compensation claim	0.10	\$67.50
B140	12/18/17	MS	Draft e-mail to M. Seymour re: motion for stay relief filed by O. Turner	0.30	\$202.50
B140	12/19/17	MS	Draft e-mail to J. McKinney re: revising proposed order on Ollie Turner's motion for stay relief	0.50	\$337.50
B140	12/19/17	MS	Confer with M. Seymour re: Ollie Turner motion for stay relief	0.10	\$67.50
B140	12/20/17	MS	E-mails with J. McKinney re: Ollie Turner motion for stay relief	0.10	\$67.50
B140	12/27/17	MS	Draft e-mail to G. Lynott re: O. Turner stay relief motion	0.30	\$202.50
B140	12/28/17	MES	Review O. Turner's motion for stay relief, proposed resolution and information on workers' compensation claims and insurance related to claim	0.40	\$298.00
B140	12/28/17	MS	Review notes re: O. Turner stay relief motion	0.10	\$67.50
B140	12/28/17	MS	Draft language for proposed order on O. Turner stay relief motion	0.20	\$135.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

Cinram Group, Inc.
Invoice No.: 857678

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B140	12/28/17	MS	E-mails with M. Lichtenstein re: language for proposed order on O. Turner stay relief motion	0.20	\$135.00
B140	12/28/17	MS	Draft e-mail to G. Lynott re: proposed order on O. Turner stay relief motion	0.40	\$270.00
B140	12/28/17	MS	E-mails with J. Catalano re: O. Turner stay relief motion	0.30	\$202.50
B140	12/29/17	MS	Draft e-mail to J. Silver re: proposed settlement of O. Turner claim	0.40	\$270.00
B140	12/29/17	MS	Call with R. Jareck re: resolution of Turner motion for stay relief	0.10	\$67.50
B140	12/29/17	MS	E-mails with M. Seymour re: resolution of Turner motion for stay relief	0.10	\$67.50
Total B140 - Relief from Stay/Adequate Protection Proceedings				5.60	\$3,808.00
<u>B150 Meetings of and Communication with Creditors</u>					
B150	12/12/17	MS	Draft e-mail to R. Jareck re: bank statements	0.20	\$135.00
B150	12/19/17	KAR	Read e-mails from M. Erbeck, R. Jareck, W. Usatine, J. Testa re: stay of litigation in mediation	0.30	\$312.00
Total B150 - Meetings of and Communication with Creditors				0.50	\$447.00
<u>B160 Fee/Employment Applications</u>					
B160	12/01/17	EBL	Finalize and e-file certification of service re: LS second monthly fee statement	0.20	\$46.00
B160	12/01/17	EBL	Prepare, (1.3); e-file (.2), and prepare service of (.3) Lowenstein Sandler's fourth monthly fee statement and certificate of service re: same	1.80	\$414.00
B160	12/01/17	MES	Review and file certificates of no objection for monthly fee statements	0.30	\$223.50
B160	12/04/17	MES	Review and finalize monthly fee statement for filing	0.40	\$298.00
B160	12/07/17	EBL	Prepare (1.6); e-file (.2) and prepare service of (.3) Lowenstein Sandler's Fifth Monthly Fee Statement; prepare and file certification of service re: same (.2)	2.30	\$529.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

Cinram Group, Inc.
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 April 30, 2018

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	12/07/17	EBL	Prepare (1.4); e-file (.2) and prepare service of (.3) Lowenstein Sandler's Fifth Monthly Fee Statement; prepare and file certification of service re: same (.2)	2.10	\$483.00
B160	12/08/17	DC	Confer with E. Lawler re: September Fee Statement and follow up with M. Seymour re: same	0.20	\$50.00
B160	12/08/17	MES	Review and finalize monthly fee statements for filing	0.70	\$521.50
B160	12/12/17	EBL	Prepare Lowenstein's seventh monthly fee statement (September 2017)	1.20	\$276.00
B160	12/12/17	EBL	Finalize and e-file (.3); prepare service (.2); prepare and e-file certificate of service re: Lowenstein's seventh monthly fee statement (.2)	0.70	\$161.00
B160	12/13/17	DC	Discussion with M. Seymour re: monthly fee applications	0.10	\$25.00
B160	12/15/17	EBL	Prepare (.2) and e-file (.2) certificate of no objection re Lowenstein Sandler's second monthly fee statement; prepare (.2) and e-file (.2) certificate of no objection re Lowenstein Sandler's third monthly fee statement; discussions with M. Seymour re: same (.1)	0.90	\$207.00
B160	12/18/17	EBL	Prepare CNOs for LS fifth and sixth monthly fee statements	0.50	\$115.00
B160	12/18/17	EBL	Finalize and e-file CNO for LS fourth monthly fee statement (July 2017)	0.20	\$46.00
B160	12/21/17	MES	Review and revise monthly fee statement narrative, review statement for filing, review certificate of no objection for filing	0.70	\$521.50
B160	12/22/17	EBL	Finalize and e-file certificates of no objection for LS 5th and 6th monthly fee statements	0.50	\$115.00
B160	12/28/17	MES	Finalize monthly fee statement for October; review and approve certificates of no objection for prior monthly fee statements	0.50	\$372.50
B160	12/29/17	EBL	Draft (.9); e-file (.2), prepare service of (.5) Lowenstein Sandler's eighth monthly fee statement; prepare certificate of service re: same (.2)	1.80	\$414.00
B160	12/29/17	EBL	File certification re: 2018 rate increase	0.20	\$46.00
B160	12/29/17	EBL	Prepare (.3) and e-file (.2) CNO to Lowenstein's seventh monthly fee statement (September 2017)	0.20	\$46.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
Total B160 - Fee/Employment Applications				15.50	\$4,910.00

B175 Fee Applications and Invoices - Others

B175	12/07/17	KAR	Exchange-mails with R. Jareck re: professional fees	0.20	\$208.00
B175	12/14/17	MS	Review JM Zell monthly fee statements for October and November	0.10	\$67.50
B175	12/18/17	EBL	Prepare JM Zell's fifth monthly fee statement (October 2017)	0.40	\$92.00
B175	12/18/17	EBL	Prepare JM Zell's sixth monthly fee statement (November 2017)	0.40	\$92.00
B175	12/18/17	MS	E-mails with G. Langberg re: JM Zell invoices	0.10	\$67.50
B175	12/18/17	MS	E-mails with B. Lawler re: JM Zell monthly fee statements	0.10	\$67.50
B175	12/18/17	MS	Review draft cover sheets for JM Zell monthly fee statements for October and November	0.10	\$67.50
B175	12/19/17	EBL	E-mails with client and M. Sobel at JM Zell re: fees and expenses paid to JM Zell to date	0.20	\$46.00
B175	12/21/17	EBL	Finalize (.3), e-file (.2) and prepare service (.3) of JM Zell's fifth monthly fee statement (October 2017); prepare and file certification of service re: same (.2)	1.00	\$230.00
B175	12/21/17	EBL	Finalize (.3), e-file (.2) and prepare service (.3) of JM Zell's sixth monthly fee statement (November 2017); prepare and file certification of service re: same (.2)	1.00	\$230.00
B175	12/21/17	MS	E-mails with B. Lawler re: JM Zell fee statements	0.10	\$67.50
B175	12/28/17	DC	Review time entries for October fee statement	0.30	\$75.00

Total B175 - Fee Applications and Invoices - Others	4.00	\$1,310.50
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B185 Assumption/Rejection of Leases and Contracts

B185	12/15/17	MTP	E-mails with M. Savetsky re: research re: rejection damages	0.10	\$39.50
B185	12/18/17	MTP	Research re: rejection damages	0.20	\$79.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B185	12/19/17	MTP	Research re: rejection damages claims	1.20	\$474.00
B185	12/22/17	MTP	Discussion with M. Savetsky re: research re: rejection damages	0.20	\$79.00
B185	12/28/17	MTP	Research re: rejection damages	0.70	\$276.50
Total B185 - Assumption/Rejection of Leases and Contracts				2.40	\$948.00

B190 Other Contested Matters (excluding assumption/rejection motions)

B190	12/01/17	MES	Revise amended scheduling order with SIR; communications to Court re: status conference on SIR's claim objection	0.40	\$298.00
B190	12/07/17	KAR	Telephone conference with W. Usatine re: possible arbitrators	0.30	\$312.00
B190	12/08/17	KAR	Telephone conference with G. Langberg re: mediator selection	0.30	\$312.00
B190	12/12/17	BB	Begin reviewing draft expert report on the Olyphant, Pennsylvania property	0.20	\$167.00
B190	12/12/17	BB	Complete review of draft expert report concerning the Hanover, Pennsylvania property	0.50	\$417.50
B190	12/12/17	KAR	Meeting to discuss mediation	2.60	\$2,704.00
B190	12/12/17	MES	Meeting with committee, G. Langberg, K. Rosen re: mediation	2.60	\$1,937.00
B190	12/12/17	MS	Meet with counsel for Committee, SIR and Technicolor re: selection of mediator and mediation process	2.60	\$1,755.00
B190	12/13/17	BB	Complete review of Olyphant, Pennsylvania expert report	0.60	\$501.00
B190	12/13/17	BB	Office conference with M. Savetsky to go over Hanover, Pennsylvania expert report	0.50	\$417.50
B190	12/15/17	KAR	Conference call with Judge Kaplan re: mediation	0.50	\$520.00
B190	12/15/17	KAR	Exchange-mails re: litigation funding	0.10	\$104.00
B190	12/15/17	MES	Conference call with Judge Kaplan re: mediation of claims	0.50	\$372.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	12/18/17	BB	Telephone call with M. Savetsky to discuss expert reports	0.20	\$167.00
B190	12/19/17	BB	Office conference with M. Savetsky to go over the Olyphant, Pennsylvania expert report	0.80	\$668.00
B190	12/19/17	BB	Begin reviewing the Huntsville, Alabama report	0.20	\$167.00
B190	12/19/17	BB	Review e-mails with M. Savetsky and G. Langberg re: expert reports	0.10	\$83.50
B190	12/20/17	BB	Review of Huntsville, Alabama expert report	0.50	\$417.50
B190	12/20/17	BB	Exchange e-mails with M. Savetsky re: reports	0.10	\$83.50
B190	12/20/17	BB	Meeting with G. Langberg and M. Savetsky to discuss strategy in connection with claim litigation and plan	1.30	\$1,085.50
B190	12/20/17	BB	Office conference with M. Seymour re: outcome of call with the court	0.10	\$83.50
B190	12/20/17	KAR	Conference call re: mediation and litigation standstill	0.50	\$520.00
B190	12/20/17	KAR	Telephone conference with GRL re: conference call with the Court re: mediation	0.30	\$312.00
B190	12/22/17	BB	Review of draft Huntsville, Alabama expert report as a draft	0.20	\$167.00
B190	12/22/17	BB	Telephone call with M. Savetsky re: expert reports	0.10	\$83.50
B190	12/26/17	BB	Complete review of Huntsville, Alabama expert report	0.40	\$334.00
B190	12/26/17	BB	Review revised draft of Hanover expert report	0.80	\$668.00
B190	12/26/17	BB	Review revised Olyphant expert report	0.40	\$334.00
B190	12/26/17	BB	Exchange e-mails with M. Savetsky re: expert reports	0.20	\$167.00
B190	12/27/17	BB	Office conference with M. Savetsky to discuss Olyphant and Hanover expert reports	0.30	\$250.50
B190	12/28/17	BB	Further revisions to Huntsville, Alabama report	0.20	\$167.00
Total B190 - Other Contested Matters (excluding assumption/rejection motions)				18.40	\$15,576.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B195 Non-Working Travel</u>					
B195	12/05/17	MES	Travel to and from Roseland to Newark for status conference	0.90	\$335.25
B195	12/05/17	MS	Travel to/from Court hearing on exclusivity motion	0.90	\$303.75
Total B195 - Non-Working Travel				1.80	\$639.00
<u>B200 - Operations</u>					
<u>B210 Business Operations</u>					
B210	12/01/17	BB	Participate on conference with the Greenman-Petersen and Cocciardi team re: their respective reports regarding the Hanover, PA property	1.20	\$1,002.00
B210	12/04/17	BB	Revise certain language in the Hanover expert report	0.10	\$83.50
B210	12/28/17	MS	Review draft MORs for each Debtor for November	0.60	\$405.00
B210	12/28/17	MS	Draft e-mail to J. Olsakovsky re: monthly operating reports for November	0.40	\$270.00
B210	12/29/17	MS	Review revised MORs for November	0.40	\$270.00
B210	12/29/17	MS	Call with J. Olsakovsky re: revised monthly operating reports for November	0.30	\$202.50
B210	12/29/17	MS	E-mails with J. Olsakovsky re: revised monthly operating reports for November	0.20	\$135.00
B210	12/29/17	MS	E-mails with J. Catalano re: revised monthly operating reports for November	0.20	\$135.00
Total B210 - Business Operations				3.40	\$2,503.00
<u>B300 - Claims and Plan</u>					
<u>B310 Claims Administration and Objections</u>					

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/01/17	MES	Confer with M. Savetsky re: call with GPI re: Haqnover and claim objections	0.20	\$149.00
B310	12/01/17	MS	Call with B. Buechler, GPI and Cocciardi teams re: Hanover inspection report	1.20	\$810.00
B310	12/01/17	MS	Revise joint scheduling order re: SIR claims	0.10	\$67.50
B310	12/01/17	MS	E-mails with M. Erbeck re: amended scheduling order and revise e-mail to chambers re: same	0.10	\$67.50
B310	12/01/17	MS	Confer with M. Seymour re: call with GPI re: Hanover and claim objections	0.20	\$135.00
B310	12/01/17	MS	Review PSA and amendment re: Technicolor indemnification claim limitations	0.90	\$607.50
B310	12/04/17	MS	Continue drafting complaint/claims objection against Technicolor	2.50	\$1,687.50
B310	12/04/17	MS	Further review and comment on draft GPI inspection report (Hanover)	1.10	\$742.50
B310	12/04/17	MS	Draft e-mail to J. Pfluger re: draft expert report	0.20	\$135.00
B310	12/04/17	MS	Confer with B. Buechler re: comments on draft Hanover inspection report	0.10	\$67.50
B310	12/06/17	MS	Continue drafting complaint/claims objection against Technicolor	7.20	\$4,860.00
B310	12/06/17	MS	Draft e-mail to G. Robinson re: timing of draft Huntsville inspection report	0.10	\$67.50
B310	12/06/17	MS	E-mail with J. Pfluger re: timing of draft Olyphant inspection report	0.10	\$67.50
B310	12/07/17	MS	E-mails with J. Pfluger and G. Langberg re: Olyphant draft report	0.10	\$67.50
B310	12/09/17	MS	E-mails with M. Seymour and G. Langberg re: letter request for documents from SIR	0.10	\$67.50
B310	12/11/17	BB	Review revised expert report for the Hanover, Pennsylvania property	0.40	\$334.00
B310	12/11/17	MS	Review draft of Olyphant inspection report	1.40	\$945.00
B310	12/11/17	MS	Further review of Technicolor document production re: objection to Technicolor claims	1.40	\$945.00
B310	12/11/17	MS	Review letter request for documents from SIR and Technicolor production re: same	0.20	\$135.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/11/17	MS	Review bar date notice and order re: MPEG	0.20	\$135.00
B310	12/11/17	MS	Draft e-mail to G. Langberg re: SIR document requests	0.20	\$135.00
B310	12/11/17	MS	E-mails with M. Sobel re: status conference on objection to SIR's claims	0.10	\$67.50
B310	12/11/17	MS	E-mails with K. Rosen re: MPEG claim	0.30	\$202.50
B310	12/12/17	MS	Confer with M. Seymour re: draft expert reports and claims against Technicolor	0.20	\$135.00
B310	12/13/17	MS	Call with G. Langberg re: draft expert reports	0.30	\$202.50
B310	12/13/17	MS	Confer with B. Buechler re: draft GPI report re: Hanover	0.50	\$337.50
B310	12/13/17	MS	Draft e-mail to J. Pfluger re: draft GPI report re: Hanover	0.20	\$135.00
B310	12/13/17	MS	Review revised draft of GPI report re: Hanover and B. Buechler comments re: same	1.50	\$1,012.50
B310	12/13/17	MS	Review draft GPI report re: Olyphant and B. Buechler comments re: same	1.40	\$945.00
B310	12/14/17	MS	Further review of draft Hanover inspection report	0.30	\$202.50
B310	12/14/17	MS	E-mails with G. Langberg re: draft Hanover inspection report	0.20	\$135.00
B310	12/14/17	MS	E-mail to G. Langberg re: draft LBYD inspection report	0.10	\$67.50
B310	12/14/17	MS	E-mails with G. Robinson re: draft LBYD inspection report	0.10	\$67.50
B310	12/14/17	MS	Prepare for call with GPI re: Hanover inspection report	0.60	\$405.00
B310	12/14/17	MS	E-mails with J. Pfluger re: Hanover inspection report	0.20	\$135.00
B310	12/14/17	MS	E-mails with G. Langberg re: Hanover inspection report	0.10	\$67.50
B310	12/14/17	MS	Call with G. Langberg re: Hanover inspection report and Olyphant claims	0.50	\$337.50
B310	12/15/17	KAR	Exchange-mails with R. Jareck re: property values	0.20	\$208.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/15/17	MS	Call with GPI re: draft report re: Hanover	0.70	\$472.50
B310	12/15/17	MS	Provide written comments on draft Hanover inspection report	0.50	\$337.50
B310	12/15/17	MS	Conference call with Judge Kaplan re: mediation of claims	0.40	\$270.00
B310	12/15/17	MS	Confer with K. Rosen and M. Seymour re: mediation of claims	0.30	\$202.50
B310	12/15/17	MS	E-mail to M. Papandrea re: research in preparation for mediation of SIR claims	0.30	\$202.50
B310	12/15/17	MS	Review SIR 10-Q for 3Q 2017	0.20	\$135.00
B310	12/15/17	MS	E-mail to K. Rosen re: SIR 10-Q for 3Q 2017	0.20	\$135.00
B310	12/15/17	MS	Call J. Pfluger and Cocciardi re: comments on draft report re: Hanover	0.30	\$202.50
B310	12/15/17	MS	Draft e-mail to J. Pfluger re: comments on Hanover report	0.10	\$67.50
B310	12/15/17	MS	Review draft section 111 reporting re: workers compensation and research re: same	0.40	\$270.00
B310	12/15/17	MS	E-mails with M. Seymour re: section 111 reporting re: workers compensation	0.10	\$67.50
B310	12/18/17	MS	E-mails with G. Langberg re: draft expert reports	0.10	\$67.50
B310	12/18/17	MS	Review Parker Services claim and service agreement	0.30	\$202.50
B310	12/18/17	MS	Review PMA claim	0.10	\$67.50
B310	12/18/17	MS	Review Travelers claim	0.10	\$67.50
B310	12/18/17	MS	Review draft report from LBYD and sub-consultants re: Huntsville inspection	1.90	\$1,282.50
B310	12/18/17	MS	Review Sentry Insurance and Sentry Casualty proofs of claim and service agreements re: Technicolor and Sentry claims and section 111 reporting request	0.90	\$607.50
B310	12/18/17	MS	Review e-mail from J. Pfluger re: draft Olyphant report	0.10	\$67.50
B310	12/18/17	MS	Draft e-mail to B. Buechler and M. Seymour re: draft Olyphant report	0.10	\$67.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/18/17	MS	Draft e-mail to M. Erbeck re: status conference on objection to SIR's claims	0.20	\$135.00
B310	12/18/17	MS	E-mails with K. Rosen and D. Claussen re: MPEG claim	0.10	\$67.50
B310	12/18/17	MS	Review e-mails from R. Jareck and K. Rosen re: MPEG claim	0.10	\$67.50
B310	12/19/17	MES	Revise discovery and litigation dates in scheduling order for SIR claim objection, respond to M. Erbeck's issues with same	0.40	\$298.00
B310	12/19/17	MES	Review multiple e-mails re: expert reports and information still needed to complete reports	0.30	\$223.50
B310	12/19/17	MS	Call with M. Seymour re: status conference on SIR claim objection	0.20	\$135.00
B310	12/19/17	MS	E-mails with M. Erbeck re: status conference on SIR claim objection	0.20	\$135.00
B310	12/19/17	MS	Further e-mails with M. Erbeck re: status conference on SIR claim objection	0.40	\$270.00
B310	12/19/17	MS	Confer with M. Seymour re: SIR document requests	0.40	\$270.00
B310	12/19/17	MS	Further review of Technicolor document production	0.40	\$270.00
B310	12/19/17	MS	Review e-mails from K. Rosen and M. Erbeck re: scheduling order	0.20	\$135.00
B310	12/19/17	MS	Draft e-mail to J. Pfluger re: revised draft of Hanover inspection report	0.40	\$270.00
B310	12/19/17	MS	Draft e-mail to Judge Papalia re: conference call to discuss scheduling order	0.20	\$135.00
B310	12/19/17	MS	E-mail to G. Robinson re: draft Huntsville report	0.10	\$67.50
B310	12/19/17	MS	Draft letter response to M. Erbeck re: document requests	0.80	\$540.00
B310	12/19/17	MS	Confer with B. Buechler re: draft inspection report for Olyphant	0.80	\$540.00
B310	12/19/17	MS	Further review of draft inspection reports for Olyphant and Huntsville	0.70	\$472.50
B310	12/19/17	MS	Review revised draft of Hanover inspection report	1.10	\$742.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/20/17	MES	Participate in telephonic conference with Court re: SIR's position that mediation should not stop litigation over SIR's claim objections	0.90	\$670.50
B310	12/20/17	MS	Meet with G. Langberg and B. Buechler to discuss expert reports and mediation issues	0.50	\$337.50
B310	12/20/17	MS	Draft e-mail to D. Johns re: revisions to Hanover draft report	0.20	\$135.00
B310	12/20/17	MS	Revise letter to M. Erbeck re: response to document requests	0.80	\$540.00
B310	12/20/17	MS	E-mail to M. Seymour re: response to SIR document requests	0.10	\$67.50
B310	12/20/17	MS	Further review of Technicolor document production	0.40	\$270.00
B310	12/20/17	MS	Call with G. Langberg re: Olyphant lease issues and expert reports	0.80	\$540.00
B310	12/20/17	MS	Meeting with G. Langberg and B. Buechler re: expert reports	1.40	\$945.00
B310	12/20/17	MTP	Research re: SIR's claims (1.6); discussion with M. Savetsky re: same (.2)	1.80	\$711.00
B310	12/21/17	MS	Further review of draft Olyphant inspection report and suggested revisions and format changes	4.30	\$2,902.50
B310	12/21/17	MS	Confer with M. Papandrea re: SIR rejection damages claims	0.20	\$135.00
B310	12/21/17	MS	E-mails with D. Johns re: Hanover inspection report	0.20	\$135.00
B310	12/21/17	MS	E-mails with B. Buechler re: draft Olyphant inspection report	0.20	\$135.00
B310	12/21/17	MS	Draft e-mail to G. Robinson re: Huntsville inspection report	0.20	\$135.00
B310	12/21/17	MTP	Discussion with M. Savetsky re: research re: rejection damages (.2); further research re: same (.2)	0.40	\$158.00
B310	12/22/17	MS	Review and comment on draft Huntsville inspection report	3.20	\$2,160.00
B310	12/22/17	MS	E-mail to K. Woods re: confidential settlement agreement re: Technicolor claims	0.10	\$67.50
B310	12/22/17	MS	Confer with M. Papandrea re: SIR rejection damages claims	0.10	\$67.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/22/17	MS	Call with D. Johns re: Hanover and Olyphant reports	0.20	\$135.00
B310	12/22/17	MS	E-mails with D. John re: call to discuss Olyphant report and timing	0.10	\$67.50
B310	12/22/17	MS	Revise letter to J. Millar re: allegations re: Hanover site visit	0.30	\$202.50
B310	12/26/17	MES	Conference with J. Testa, G. Langberg re: potential resolution of Technicolor claims	0.50	\$372.50
B310	12/26/17	MES	Call with G. Langberg re: Technicolor claims and call with J. Testa	0.20	\$149.00
B310	12/26/17	MS	Call with J. Testa, M. Seymour and G. Langberg re: Technicolor's claims	0.50	\$337.50
B310	12/26/17	MS	E-mails with J. Pfluger re: call to discuss draft Olyphant report	0.10	\$67.50
B310	12/26/17	MS	E-mails with B. Buechler re: draft expert reports re: SIR and Technicolor claims	0.20	\$135.00
B310	12/27/17	MS	Review and further comment on draft of Olyphant report	1.60	\$1,080.00
B310	12/27/17	MS	Review and further comment on draft of Huntsville inspection report	2.10	\$1,417.50
B310	12/27/17	MS	Confer with B. Buechler re: comments on Olyphant and Hanover draft reports	0.20	\$135.00
B310	12/27/17	MS	Review B. Buechler comments on Hanover draft report	0.20	\$135.00
B310	12/27/17	MS	Review B. Buechler comments on Olyphant draft report	0.40	\$270.00
B310	12/27/17	MS	Combine further comments on Hanover draft report for GPI	0.30	\$202.50
B310	12/27/17	MS	Draft e-mail to D. Johns and J. Pfluger re: further comments on draft Hanover report	0.20	\$135.00
B310	12/27/17	MS	Draft e-mail to J. Pfluger re: comments on draft of Olyphant report	0.40	\$270.00
B310	12/27/17	MS	Confer with M. Seymour re: scheduling order re: SIR claims	0.10	\$67.50
B310	12/27/17	MS	Review B. Buechler comments on draft of Huntsville inspection report	0.50	\$337.50
B310	12/28/17	MS	E-mails with B. Buechler re: revisions to draft Huntsville inspection report	0.30	\$202.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	12/28/17	MS	Draft e-mail to G. Robinson re: comments on draft Huntsville inspection report	0.30	\$202.50
B310	12/28/17	MS	Review and further revise draft Huntsville inspection report	0.30	\$202.50
B310	12/29/17	MS	Review JM Zell draft expert report re: valuation	1.50	\$1,012.50
B310	12/29/17	MS	Call with J. Catalano re: Turner workers' compensation claim	0.30	\$202.50
Total B310 - Claims Administration and Objections				65.50	\$43,908.50

B320 Plan and Disclosure Statement (including Business Plan)

B320	12/04/17	MES	Prepare for status conference on plan and continued hearing on exclusivity motion	0.70	\$521.50
B320	12/04/17	MES	Conference with K. Rosen to prepare for status conference on plan issues	0.70	\$521.50
B320	12/04/17	MES	Call with M. Savetsky re: preparation for hearing on exclusivity motion	0.20	\$149.00
B320	12/04/17	MS	Call with M. Seymour re: preparation for hearing on exclusivity motion	0.20	\$135.00
B320	12/04/17	MS	Prepare for hearing on motion to further extend exclusivity and prepare timeline for argument	1.10	\$742.50
B320	12/05/17	KAR	Call with M. Seymour and M. Savetsky re: hearing on exclusivity motion	0.30	\$312.00
B320	12/05/17	MES	Call with K. Rosen and M. Savetsky re: hearing on exclusivity motion	0.30	\$223.50
B320	12/05/17	MES	Conference with J. Testa re: potential for resolution of Technicolor claim objection and mediation	0.40	\$298.00
B320	12/05/17	MES	Confer with M. Savetsky re: hearing on exclusivity motion	0.40	\$298.00
B320	12/05/17	MES	Attend status conference and contested hearing on Debtors' motion to extend exclusivity	2.30	\$1,713.50
B320	12/05/17	MS	Prepare for hearing on exclusivity motion	1.40	\$945.00
B320	12/05/17	MS	Confer with M. Seymour re: hearing on exclusivity motion	0.40	\$270.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	12/05/17	MS	Call with M. Seymour and K. Rosen re: hearing on exclusivity motion	0.30	\$202.50
B320	12/05/17	MS	Review Committee term sheet comments and changes in second amended plan re: same	0.80	\$540.00
B320	12/06/17	MES	Communications with G. Langberg re: status conference with Court, direction to meet re: mediation, next steps	0.40	\$298.00
B320	12/06/17	MES	Confer with M. Savetsky re: mediation, claims and plan issues	0.20	\$149.00
B320	12/06/17	MS	Confer with M. Seymour re: mediation, claims and plan issues	0.20	\$135.00
B320	12/07/17	MES	Conference with G. Langberg re: update on Tuesday's hearing; mediation process and potential plan revisions	0.80	\$596.00
B320	12/08/17	MES	Prepare for conference with Judge Kaplan re: mediation schedule and procedures	0.70	\$521.50
B320	12/08/17	MES	Participate in telephonic conference with Judge Kaplan re: mediation, schedule and procedures for mediation	0.60	\$447.00
B320	12/11/17	MES	Communications with G. Langberg, K. Rosen re: meeting with committee, SIR, Technicolor re: mediation process	0.60	\$447.00
B320	12/11/17	MES	Review mediation procedures orders for use in preparing mediation procedures and mediation statement	0.70	\$521.50
B320	12/12/17	BB	Office conference with M. Seymour re: outcome of meeting with the committee professionals and certain committee member's counsel re: plan negotiations	0.20	\$167.00
B320	12/12/17	MS	Review letter from R. Jareck re: proposed mediators	0.10	\$67.50
B320	12/12/17	MS	Review and revise continued bridge order on exclusivity	0.20	\$135.00
B320	12/12/17	MS	Draft e-mail to chambers re: proposed continued bridge order on exclusivity	0.20	\$135.00
B320	12/12/17	MS	E-mails with R. Jareck re: proposed continued bridge order on exclusivity	0.10	\$67.50
B320	12/19/17	MES	Prepare for conference with Court re: mediation issues	0.90	\$670.50
B320	12/19/17	MES	Communications with K. Rosen, G. Langberg re: changes in mediation dates due to Technicolor; changes to litigation schedule for SIR claim objection	0.30	\$223.50
B320	12/20/17	MES	Prepare letter to court re: debtors' position on impact of mediation on SIR claim objection litigation	1.30	\$968.50

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	12/20/17	MES	Review SIR's letter to court re: its position on mediation and pending litigation	0.30	\$223.50
B320	12/21/17	MS	E-mail to R. Jareck re: new hearing date for exclusivity motion	0.10	\$67.50
Total B320 - Plan and Disclosure Statement (including Business Plan)				17.40	\$12,712.50

B400 - Bankruptcy-Related Advice

B430 Adversary Proceedings and Bankruptcy Court Litigation

B430	12/07/17	MS	Continue drafting complaint/claims objection against Technicolor	7.90	\$5,332.50
B430	12/08/17	MS	Continue drafting complaint/claims objection against Technicolor	5.40	\$3,645.00
B430	12/11/17	MS	Continue drafting complaint/claims objection against Technicolor	3.80	\$2,565.00
B430	12/12/17	MS	Review and revise draft complaint/claims objection against Technicolor	1.80	\$1,215.00
Total B430 - Adversary Proceedings and Bankruptcy Court Litigation				18.90	\$12,757.50

B430A Court Hearings

B430A	12/05/17	BB	Meeting with M. Seymour to prepare for hearing on motion to extend exclusivity	0.20	\$167.00
B430A	12/05/17	MES	Meeting with B. Buechler to prepare for hearing on motion to extend exclusivity	0.20	\$149.00
B430A	12/05/17	MS	Attend Court hearing re: exclusivity motion	2.50	\$1,687.50
B430A	12/18/17	MS	E-mail to M. Seymour re: status conference on 12.19.17	0.10	\$67.50
B430A	12/18/17	MS	Call with M. Seymour re: status conference on 12.19.17	0.10	\$67.50
B430A	12/18/17	MS	Confer with M. Seymour re: status conference on 12.19.17	0.20	\$135.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B430A	12/18/17	MS	E-mails with R. Jareck re: status conference on 12.19.17	0.20	\$135.00
B430A	12/20/17	MES	Confer with M. Savetsky re: conference call with court and SIR document requests	0.20	\$149.00
B430A	12/20/17	MS	Confer with M. Seymour re: conference call with court and SIR document requests	0.20	\$135.00
B430A	12/20/17	MS	Confer with M. Seymour re: conference call with Judge Papalia re: scheduling order on objection to SIR claims	0.10	\$67.50
Total B430A - Court Hearings				4.00	\$2,760.00

B460 Other - Insurance Matters

B460	12/21/17	MS	E-mails with R. Brake and J. Silver re: workers' compensation policy and claim settlement	0.20	\$135.00
B460	12/21/17	MS	Confer with M. Seymour re: workers' compensation insurance issue	0.20	\$135.00
B460	12/27/17	MDL	Review workers comp insurance policy and correspondence from carrier; confer with M. Savetsky re: same	1.70	\$1,368.50
B460	12/27/17	MS	Draft e-mail to J. Catalano re: Continental Indemnity insurance policy	0.10	\$67.50
B460	12/27/17	MS	E-mails with M. Lichtenstein re: Continental Indemnity insurance issue	0.20	\$135.00
B460	12/27/17	MS	Research re: Continental Indemnity insurance issue	0.20	\$135.00
B460	12/27/17	MS	Confer with M. Seymour re: insurance issue relating to Alabama workers compensation claim	0.10	\$67.50
B460	12/27/17	MS	Call with M. Lichtenstein re: insurance issue relating to Alabama workers compensation claim	0.30	\$202.50
B460	12/27/17	MS	Draft e-mail to M. Lichtenstein re: insurance issue relating to Alabama workers compensation claim	0.20	\$135.00
B460	12/27/17	MS	Draft e-mail to J. Silver re: Alabama workers compensation claim	0.10	\$67.50
B460	12/28/17	MDL	Communicate with workers comp carrier re: Turner claim; prepare for same	0.80	\$644.00
B460	12/28/17	MS	Call with M. Lichtenstein and J. Silver re: proposed settlement of O. Turner workers' compensation claim	0.40	\$270.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B460	12/28/17	MS	Call with M. Lichtenstein re: proposed settlement of O. Turner workers' compensation claim	0.20	\$135.00
B460	12/29/17	MDL	Review claim history and premium calculations from Jeff Silver at CNI (workers comp carrier); confer with M. Savetsky re: same	1.10	\$885.50
B460	12/29/17	MS	Draft e-mail to M. Lichtenstein re: Turner claim and worker's compensation plan analysis	0.20	\$135.00
B460	12/29/17	MS	Review e-mail from J. Silver re: workers' compensation issue	0.10	\$67.50
B460	12/29/17	MS	Review Applied Underwriters workers' compensation plan analysis; open claims	0.30	\$202.50
B460	12/29/17	MS	Call with M. Lichtenstein re: resolution of Turner motion for stay relief	0.20	\$135.00
Total B460 - Other - Insurance Matters				6.60	\$4,923.00

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Timekeeper Summary (by Task):

Task	Task Description	Hours	Fees
B110	Case Administration	10.40	\$5,869.50
B130	Asset Disposition	0.30	\$250.50
B140	Relief from Stay/Adequate Protection Proceedings	5.60	\$3,808.00
B150	Meetings of and Communication with Creditors	0.50	\$447.00
B160	Fee/Employment Applications	15.50	\$4,910.00
B175	Fee Applications and Invoices - Others	4.00	\$1,310.50
B185	Assumption/Rejection of Leases and Contracts	2.40	\$948.00
B190	Other Contested Matters (excluding assumption/rejection motions)	18.40	\$15,576.00
B195	Non-Working Travel	1.80	\$639.00
B210	Business Operations	3.40	\$2,503.00
B310	Claims Administration and Objections	65.50	\$43,908.50
B320	Plan and Disclosure Statement (including Business Plan)	17.40	\$12,712.50
B430	Adversary Proceedings and Bankruptcy Court Litigation	18.90	\$12,757.50
B430A	Court Hearings	4.00	\$2,760.00
B460	Other - Insurance Matters	6.60	\$4,923.00
	Total	174.70	\$113,323.00

EXHIBIT B

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EXHIBIT B**Actual and necessary disbursements incurred by Lowenstein Sandler LLP****II. Summary of Disbursement Charges**

Messenger and delivery charges	\$14.25
Miscellaneous	\$102.60
Bulk rate/special postage	\$28.01
Computerized legal research	\$543.08
Telecommunications	\$40.17
Photocopies 328 pages at \$0.12 per page	\$39.36
Total Disbursements	\$767.47

The above charges are based upon time and expense records available on or about the date of the attached letter. Such records are believed in good faith to be accurate and substantially up to date, but there may be fees and expenses that have not been processed as of such date which Lowenstein Sandler LLP may submit in the future. Lowenstein Sandler LLP reserves the right to amend this monthly statement at a later date.

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DISBURSEMENT DETAIL:

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/18/17	Federal Express VENDOR: Federal Express INVOICE#: 603471625 DATE: 12/22/2017 REFERENCE: 33621.3 TRACKING #: 744961294894 SEND FROM:SAVETSKY MICHAEL LOWENSTEIN SANDLER One Lowenstein Drive ROSELAND NJ 07068 SEND TO: GLENN LANGBERG SEAMANS BEVERAGE AND LOGISTICS 41 MONTGOMERY STREET BELLEVILLE NJ 07109 US	\$14.25
12/12/17	Other Office Costs VENDOR: FLIK International Corp,; INVOICE#: 4212300088; DATE: 12/14/2017 Mary M Seymour Meeting	\$102.60
12/20/17	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 25083226 DATE: 12/31/2017 GlobalMeet® Audio NA - Toll Free - USA	\$40.17
12/07/17	Computerized legal research: Pacer: VENDOR: Pacer Service Center INVOICE#: 3212377-Q42017 DATE: 1/11/2018 Date: 12/07/2017 Court: MNBK Pages: 22	\$2.20
12/07/17	Computerized legal research: Pacer: VENDOR: Pacer Service Center INVOICE#: 3212377-Q42017 DATE: 1/11/2018 Date: 12/07/2017 Court: NJBK Pages: 75	\$7.50
12/19/17	Computerized legal research: Westlaw: User Name: PAPANDREA,MICHAEL / Duration of Search: 00:00 / Transaction: 2 / Docs/Lines: 0	\$211.59
12/20/17	Computerized legal research: Pacer: VENDOR: Pacer Service Center INVOICE#: 4586608-Q42017 DATE: 1/11/2018 Date: 12/20/2017 Court: NJBK Pages: 36	\$3.60
12/20/17	Computerized legal research: Pacer: VENDOR: Pacer Service Center INVOICE#: 3212377-Q42017 DATE: 1/11/2018 Date: 12/20/2017 Court: NYSBK Pages: 8	\$0.80
12/21/17	Computerized legal research: Westlaw: User Name: PAPANDREA,MICHAEL / Duration of Search: 00:00 / Transaction: 5 / Docs/Lines: 0	\$317.39
	Bulk rate/special postage	\$28.01
	Internal photocopies: 328 pages at \$0.12 per page	\$39.36
	Total Disbursements	<hr/> \$767.47 <hr/>